

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

JOE ALEXANDER,

Plaintiff,

v.

Case No. 3:19-cv-00688-JAG

**DIET MADISON AVENUE, JEAN
BATTHANY, DANI HURT, MARA BUTA,
ADWEEK, LLC, AND PATRICK COFFEE,,**

Defendants.

DECLARATION OF JEFFREY LITVACK

JEFFREY LITVACK, pursuant to 28 U.S.C. § 1746, states as follows:

1. I am the Chief Executive Officer and Acting General Counsel of Adweek, LLC (“Adweek”), a defendant in the above-captioned action. I make this Declaration in support of the motion to dismiss the Amended Complaint against Adweek. Except as expressly indicated to the contrary, I have personal knowledge of the facts set forth herein, and I would be competent to testify to these facts at a hearing or trial in this action.

2. Adweek publishes *Adweek*, a trade publication covering the advertising industry throughout the United States.

3. Adweek was formed in October 2015 as a Delaware limited liability company. It is headquartered in New York, New York. Almost all of Adweek’s employees (77 out of 91) work at the New York headquarters. Since Adweek’s formation nearly four years ago, no Adweek employee has been based in Virginia.

4. Adweek's majority member is Beringer Capital Media Group., Inc., a Delaware holding company headquartered in New York, New York. Adweek's minority members (Jeff Litvack, Danny Wright, Mehmet Zenginler, and current employees of Adweek who are members of a management incentive plan) are all domiciled in either New York or New Jersey.

5. Adweek has never had any offices or bureaus outside of New York, and therefore has never had an office or bureau in Virginia. Adweek has never and does not currently own any real estate or rent any property in Virginia.

6. The company has never had an employee who, at the time of his or her employment, lived or worked in Virginia. Over the past three years, Adweek has worked with hundreds of freelancers between its print, digital, and visual newsrooms. During that time, Adweek has only had a single freelancer who worked in Virginia. The company's relationship with that freelancer ended in January 2017.

7. Adweek has a limited number of servers in New York City. Its web servers are in the cloud through Amazon Web Services.

8. Adweek has no bank accounts in Virginia, does not pay taxes in Virginia, and has no assets there.

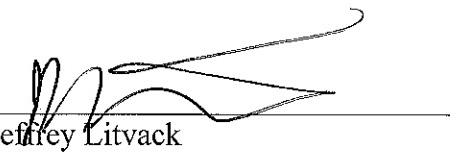
9. On or around October 2019, Adweek had 51,979 subscribers in total, of which about 2%, 1,167 are located in Virginia. Only 1.2% of the company's paid subscribers are in Virginia.

10. Since 2017, approximately 2% of Adweek's total advertising revenue has come from advertisers with Virginia addresses.

11. Adweek's Twitter account is operated from its New York headquarters.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 18, 2019
New York, New York



Jeffrey Litvack